# CERTIFICATE OF FORMATION OF MONKEY FINANCIAL HOLDINGS LLC

## A Limited Liability Corporation Under the Legal Entity Act of the Commonwealth of Redmont

### Article 1 – Formation

The name of this limited liability corporation is Monkey Financial Holdings LLC. It may also be referred to under its short name Monkey Financial. The in-game corporation name associated with this limited liability corporation is MonkeyFinancial. Its incorporator is Herobrine123.

### Article 2 – Purpose

The purpose of this limited liability corporation is to engage in any lawful act or activity for which Corporations may be organized under the Laws of Redmont.

### Article 3 – Management

**3.1 Manager Management.** This limited liability corporation is manager-managed. The sole Class A manager of this limited liability corporation is Herobrine123.

**3.2 Quorum.** The quorom for any management action is one (1) manager. There shall be no more than one (1) manager at any given time.

**3.3 Manager Classes.** There is only one manager class, Class A. Class A managers have no rights or powers other than those specified elsewhere in this document.

### Article 4 – Membership

**4.1 Initial Members.** The initial member of this limited liability corporation is Herobrine123.

**4.2 Capital Contributions.** There are no initial capital contributions. No capital contributions are required for initial membership.

**4.3 Membership Rights.** Membership does not imply a conferment of any rights beyond those legally required by the Legal Entity Act and those rights listed in this document.

**4.4 Membership Classes.** There is and will only be one membership class, Class A. Class A membership grants one vote for the appointment or dismissal of a manager and all the membership rights listed hereof.

**4.5 Membership Entitlements.** Class A membership entitles the holder to one equity share of this limited liability corporation upon liquidation or other dissolution. All profits, and losses if applicable, are to be distributed evenly amongst Class A members. Class A members shall

not be personally liable for the debts and obligations of the LLC, except as otherwise required by law.

**4.6 Admission of New Members.** New Class A members may be admitted by a majority vote of existing Class A members.

**4.7 Membership Transfers.** Membership may not be transferred by any member to any other person.

**4.8 Dismissal of Members.** Members may not be dismissed for any reason.

## Article 5 – Liability & Indemnification

**5.1 Limited Liability.** No member or manager shall be personally liable for the debts, obligations, or liabilities of the Company.

**5.2 Indemnification.** The Company shall indemnify the members to the maximum extent permitted under the Act for any act taken in good faith on behalf of the Company.

## Article 6 – Bylaws

This limited liability corporation shall be governable by bylaws. There are currently no bylaws at the time of incorporation. Bylaws may be enacted, amended and repealed through a quorom of managers. Bylaws are required to be posted to the Company Docket to be in force.

## Article 7 – Governing Law

This Agreement shall be governed by and construed in accordance with the laws of the

Commonwealth of Redmont.

## Article 8 – Amendments

This Operating Agreement may be amended by unanimous agreement of all members. All amendments must be posted in the Company Docket.

## Article 9 – Duration

The Corporation shall have perpetual existence unless dissolved in accordance with the Legal Entity Act.

## Article 10 – Dispute Resolution

Any dispute between members, the manager, the limited liability corporation or any combination thereof is to be settled through the appropriate judicial court or tribunal of the Commonwealth of Redmont, unless parties involved are expressly bound otherwise by bylaw.

Signed by Herobrine123